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UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

SOURCE INTERLINK DISTRIBUTION, L.L.C. and SOURCE INTERLINK COMPANIES, INC.,

Plaintiffs,

- against -

AMERICAN MEDIA, INC., BAUER PUBLISHING CO., :
LP., CURTIS CIRCULATION COMPANY, :
DISTRIBUTION SERVICES, INC., HACHETTE :
FILIPACCHI MEDIA, U.S., HUDSON NEWS :
DISTRIBUTORS LLC, KABLE DISTRIBUTION :
SERVICES, INC., THE NEWS GROUP, LP, TIME INC., :
TIME/WARNER RETAIL SALES & MARKETING, :
INC., and RODALE, INC., :

Defendants.

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09 CIV. 1152 (PAC)

STIPULATION AND ORDER OF PARTIAL DISMISSAL

WHEREAS, the claims and defenses alleged in the above-captioned action by and among Plaintiffs Source Interlink Distribution, L.L.C. and Source Interlink Companies, Inc., on the one hand, and Defendant The News Group, LP, on the other, have been settled by the parties; it is hereby

STIPULATED, AGREED AND ORDERED by and among the undersigned, that the claims against Defendant The News Group, LP are dismissed with prejudice and without costs and/or attorneys' fees, each of Plaintiffs and Defendant bearing their own costs and attorneys' fees; and

IT IS FURTHER STIPULATED, AGREED AND ORDED by and among the undersigned that, Defendant The News Group, LP withdraws its participation in the joint motion to dismiss.

Dated: March 5, 2009

New York, New York

KASOWITZ, BENSON TORRES &

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By:

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SO ORDERED:

DATED: March 6, 2009

New York, New York

UNITED STATES DISTRICT JUDGE